

**Form 603**  
Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Sylvania Resources Ltd

ACN/ARSN ACN 091 415 968

### 1. Details of substantial holder (1)

Name Audley Capital Management Limited (ACML) as Investment Manager of Audley European Opportunities Master Fund (AEOMF)

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 04/07/2007

### 2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary	8,805,000	8,805,000	5.00%

### 3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
AEOMF	The relevant interest arises under s 608(1)(a) of the Corporations Act 2001 (the Act) as the holder of the securities acquired on market.	8,805,000 ordinary shares

### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
AEOMF	AEOMF	AEOMF	8,805,000 ordinary shares

### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See Annexure "A"				

### 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

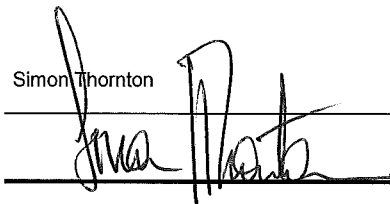
Name and ACN/ARSN (if applicable)	Nature of association
N/A	

### 7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
ACML and AEOMF	Trafalgar Court, Les Banques, St Peter Port, Guernsey

**Signature**

print name	Simon Thornton	capacity	Director
sign here		date	15 / 09 / 2009

**DIRECTIONS**

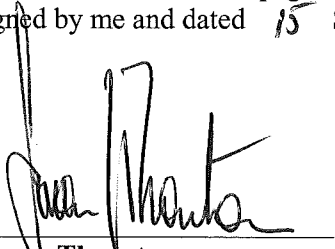
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

## Annexure A to Form 603

### Details of acquisitions in the 4 months prior to obtaining a relevant interest

This is Annexure A of 1 page referred to in the Form 603 (Notice of initial substantial holder), signed by me and dated 15 September 2009.



**Simon Thornton**

Director, Audley Capital Management Limited

Trade Date	Shares Acquired on market	Avg Purchase Price (GBP)	Holder of relevant interest	Cumulative Holding of ordinary shares
29/05/2007	900,000	0.82	AEOMF	900,000
30/05/2007	800,000	0.84	AEOMF	1,700,000
31/05/2007	250,000	0.80	AEOMF	1,950,000
31/05/2007	250,000	0.92	AEOMF	2,200,000
31/05/2007	1,050,000	0.88	AEOMF	3,250,000
1/06/2007	450,000	0.98	AEOMF	3,700,000
4/06/2007	500,000	0.98	AEOMF	4,200,000
5/06/2007	275,000	0.98	AEOMF	4,475,000
6/06/2007	800,000	0.97	AEOMF	5,275,000
7/06/2007	400,000	0.94	AEOMF	5,675,000
8/06/2007	50,000	0.93	AEOMF	5,725,000
8/06/2007	650,000	0.93	AEOMF	6,375,000
12/06/2007	50,000	0.95	AEOMF	6,425,000
13/06/2007	75,000	0.96	AEOMF	6,500,000
14/06/2007	30,000	0.97	AEOMF	6,530,000
14/06/2007	150,000	0.99	AEOMF	6,680,000
18/06/2007	100,000	1.07	AEOMF	6,780,000
19/06/2007	250,000	1.09	AEOMF	7,030,000
19/06/2007	100,000	1.08	AEOMF	7,130,000
20/06/2007	225,000	1.07	AEOMF	7,355,000
22/06/2007	100,000	1.08	AEOMF	7,455,000
22/06/2007	280,000	1.08	AEOMF	7,735,000
25/06/2007	250,000	1.04	AEOMF	7,985,000
26/06/2007	125,000	1.08	AEOMF	8,110,000
27/06/2007	250,000	1.08	AEOMF	8,360,000
28/06/2007	100,000	1.08	AEOMF	8,460,000
29/06/2007	45,000	1.13	AEOMF	8,505,000
2/07/2007	100,000	1.13	AEOMF	8,605,000
4/07/2007	200,000	1.15	AEOMF	8,805,000